

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

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| In re: | : Chapter 11 |
| | : |
| CALPINE CORPORATION, <u>et al.</u> , | : Case No. 05-60200 (BRL) |
| | : |
| Debtors. | : |
| -----X | |
| MANUFACTURERS & TRADERS TRUST | : |
| COMPANY, AS SUCCESSOR INDENTURE | : |
| TRUSTEE FOR THE 7.75% CONVERTIBLE, | : |
| NOTES, | : |
| | : |
| Appellant, | : |
| | : |
| -against- | : Civil Case No. 07-CV-7867 (JGK) |
| | : (Consolidation with Civil Case Nos. |
| CALPINE CORPORATION AND ITS | : 07-CV-7380, 07-CV-7381 and |
| AFFILIATED DEBTORS AND DEBTORS | : 07-CV-7832 pending) |
| IN POSSESSION, OFFICIAL COMMITTEE | : |
| OF UNSECURED CREDITORS OF | : |
| CALPINE CORPORATION, OFFICIAL | : |
| COMMITTEE OF EQUITY SECURITY | : |
| HOLDERS, | : |
| | : |
| Appellees. | : |
| -----X | |

**APPENDIX TO APPELLANT, MANUFACTURERS AND TRADERS TRUST
COMPANY'S (I) OPENING BRIEF AND (II) JOINDER TO OPENING BRIEF
OF APPELLANTS, HOLDERS OF THE 7.75% CONVERTIBLE NOTES**

| <u>Exhibit</u> | <u>Description</u> |
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| A | The 7.75% Base Indenture |
| B | The 7.75% Supplemental Indenture |
| C | Order Granting Debtors' Limited Objection to Convertible Noteholder Claim Nos. 2404, 2821, 2823, 6247, 6249, 6280, 6299 and 6300 |
| D | Claim No. 2404, without exhibits |
| E | Supplement to Claim No. 2404, without exhibits (KCC assigned Claim No. 6280) |
| F | Debtors' Limited Objection to Convertible Noteholder Claim Nos. 2404, 2821, 2823, 6247, 6249, 6280, 6299 and 6300 |
| G | Debtors' Motion for Entry of an Order Allowing Limited Objection to Claims and Determining Value of Claims |
| H | Form 8-K containing a press release filed by the Debtors |
| I | Second Notice of Adjournment of Hearing on the Debtors' Disclosure Statement and Solicitation Procedures |
| J | Response of Certain Holders of the 7.75% Contingent Convertible Notes Due 2015 to the Debtors' Limited Objection to Convertible Noteholder Claims |
| K | Manufacturers and Traders Trust Company's (i) Response to Debtors' Limited Objection to Convertible Noteholder Claim Nos. 2404 and 6280, and (ii) Joinder to Response of the Ad Hoc Committee of Holders of the 7.75% Contingent Convertible Notes Due 2015 to the Debtors' Limited Objection to Convertible Noteholder Claims |
| L | Response of the 6% Convertible Noteholders to Debtors' Objection to Convertible Noteholder Claims Nos. 2404, 2821, 2823, 6247, 6249, 6280, 6299 and 6300 |
| M | A HSBC Bank USA, N.A.'s (1) Response to Debtors' Limited Objection to Convertible Noteholder Claim Nos. 2404, 2821, 2823, 6247, 6249, 6280, 6299 and 6300, and (2) Joinder to Response of the 6% Convertible Noteholders to the Debtors' Limited Objection |
| N | Statement of the Official Committee of Unsecured Creditors of Calpine Corporation, <i>et al.</i> , in Support of the Debtors' Limited Objection to Convertible |

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| | Noteholder Claim Nos. 2404, 2821, 2823, 6247, 6249, 6280, 6299 and 6300 |
| O | Debtors' Omnibus Reply in Support of Limited Objection to Convertible Noteholder Claim Nos. 2404, 2821, 2823, 6247, 6249, 6280, 6299 and 6300 |
| P | Omnibus Reply of the Official Committee of Unsecured Creditors of Calpine Corporation, <i>et al.</i> , to the Responses to the Debtors' Limited Objection to Convertible Noteholder Claim Nos. 2404, 2821, 2823, 6247, 6249, 6280, 6299 and 6300 |
| Q | Response of the Official Committee of Equity Security Holders in Support of the Debtors' Limited Objection to Convertible Noteholder Claim Nos. 2404, 2821, 2823, 6247, 6249, 6280, 6299 and 6300 |
| R | Excerpts of Transcript Dated August 8, 2007 (Bankruptcy Court's ruling) |
| S | Excerpts of Transcript Dated August 8, 2007 (portion of the Hearing related to the Limited Objection, including the Bankruptcy Court's ruling) |
| T | Alternate Order, along with the August 10, 2007 cover letter |

Dated: Wilmington, Delaware
September 7, 2007

Respectfully submitted,

YOUNG CONAWAY STARGATT & TAYLOR, LLP

By: /s/ Ian S. Fredericks

Pauline K. Morgan (PM - 3361)

Ian S. Fredericks (*pro hac vice*)

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*Attorneys for Manufactures & Traders Trust Company,
as Successor Indenture Trustee for the 7.75%
Contingent Convertible Notes Due 2015 issued by
Calpine Corporation*